WHAT IS CLAIMED IS:

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1. A compound having the formula (I):

$$R^3$$
 R^1
 Ar^1
 Y
 R^2

I

3 wherein Ar¹ is a member selected from the group consisting of substituted or unsubstituted 4 2-benzothiazolyl and substituted or unsubstituted quinolinyl; 5 X is selected from the group consisting of -O-, -C(O)-, -CH(R¹⁰)-, -N(R¹¹)-, and 6 7 $-S(O)_k$ -, wherein 8 R¹⁰ is a member selected from the group consisting of hydrogen, cyano and 9 (C_1-C_4) alkyl; 10 R¹¹ is a member selected from the group consisting of hydrogen and (C₁-11 C₈)alkyl, and the subscript k is an integer of from 0 to 2; with the 12 proviso that when Ar¹ is a substituted or unsubstituted 2-13 benzothiazolyl, then X is other than $-S(O)_{k}$; 14 Y is $-N(R^{12})-S(O)_2$ -, 15 16 wherein R¹² is a member selected from the group consisting of hydrogen and (C₁-17 C₈)alkyl; 18 R¹ is a member selected from the group consisting of hydrogen, (C₂-C₈)heteroalkyl, 19 halogen, (C_1-C_8) alkyl, (C_1-C_8) alkoxy, $-C(O)R^{14}$, $-CO_2R^{14}$, $-C(O)NR^{15}R^{16}$, -20 $S(O)_{n}-R^{14}$, $-S(O)_{n}-NR^{15}R^{16}$, $-O-C(O)-R^{17}$ and $-N(R^{14})-C(O)-R^{17}$. 21 22 wherein R¹⁴ is a member selected from the group consisting of hydrogen, (C₁-23 C_8)alkyl, (C_2-C_8) heteroalkyl, aryl and aryl (C_1-C_4) alkyl; 24 R¹⁵ and R¹⁶ are members independently selected from the group consisting 25 of hydrogen, (C_1-C_8) alkyl, (C_2-C_8) heteroalkyl, aryl, and aryl (C_1-C_8) 26

27	C ₄)alkyl, or taken together with the hitrogen to which each is				
28	attached form a 5-, 6- or 7-membered ring;				
29	R ¹⁷ is a member selected from the group consisting of (C ₁ -C ₈)alkyl, (C ₂ -				
30	C_8)heteroalkyl, aryl and aryl(C_1 - C_4)alkyl;				
31	the subscript p is an integer of from 0 to 3; and				
32	the subscript q is an integer of from 1 to 2;				
33	R ² is substituted or unsubstituted aryl; and				
34	R ³ is a member selected from the group consisting of halogen and (C ₁ -				
35	C ₈)alkoxy.				
1	2. A compound of claim 1, wherein				
2	Ar ¹ is a substituted or unsubstituted 2-benzothiazolyl;				
3	X is selected from the group consisting of -O- and -N(R ¹¹)-;				
4	Y is -NH-S(O) ₂ -;				
5	R ¹ is a member selected from the group consisting of hydrogen, halogen, (C ₁ -				
6	C_8)alkoxy, (C_1 - C_8)alkyl, - CO_2R^{14} and - $C(O)NR^{15}R^{16}$;				
7	wherein				
8	R ¹⁴ is a member selected from the group consisting of hydrogen, (C ₁ -C ₈)alkyl,				
9	(C_2-C_8) heteroalkyl, aryl and aryl (C_1-C_4) alkyl;				
10	R ¹⁵ and R ¹⁶ are members independently selected from the group consisting of				
11	hydrogen, (C_1-C_8) alkyl, (C_2-C_8) heteroalkyl, aryl, and aryl (C_1-C_4) alkyl,				
12	or taken together with the nitrogen to which each is attached form a 5-,				
13	6- or 7-membered ring;				
14	R ² is substituted or unsubstituted phenyl; and				
15	R ³ is a member selected from the group consisting of halogen and (C ₁ -C ₄)alkoxy.				
1	3. A compound of claim 2, wherein R ¹ is selected from the group				
2					
3	wherein R ¹⁴ is (C ₁ -C ₈)alkyl; R ¹⁵ and R ¹⁶ are independently selected from the group consisting				
4	of hydrogen and (C1-C8)alkyl, or taken together with the nitrogen to which each is attached				
5	form a 5- or 6-membered ring.				
1	4. A compound of claim 2, wherein R ¹ is selected from the group				
2	consisting of halogen, cyano, (C_1-C_8) alkoxy and (C_1-C_8) alkyl.				

- 1 5. A compound of claim 2, wherein X is selected from the group 2 consisting of -O- and -NH-.
- 6. A compound of claim 2, wherein R² is substituted phenyl having from 1 to 3 substituents independently selected from the group consisting of halogen, cyano, nitro, -OCF₃, -OH, -O(C₁-C₆)alkyl, -CF₃, (C₁-C₈)alkyl.
- 7. A compound of claim 2, wherein
 X is selected from the group consisting of -O- and -NH-;

R¹ is a member selected from the group consisting of hydrogen, halogen, cyano, (C₁-C₈)alkoxy, (C₁-C₈)alkyl, -CO₂R¹⁴ and -C(O)NR¹⁵R¹⁶;

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R¹⁴ is a member selected from the group consisting of hydrogen and (C₁C₈)alkyl;

R¹⁵ and R¹⁶ are members independently selected from the group consisting of hydrogen and (C₁-C₈)alkyl, or taken together with the nitrogen to which each is attached form a 5-, 6- or 7-membered ring;

R² is substituted phenyl having from 1 to 3 substituents independently selected from the group consisting of halogen, cyano, nitro, -OCF₃, -OH, -O(C₁-C₆)alkyl, -CF₃, (C₁-C₈)alkyl; and

R³ is a member selected from the group consisting of halogen and (C₁-C₄)alkoxy.

8. A compound of claim 2, represented by a formula selected from the group consisting of

$$R^3$$
 R^2
 R^1
 R^2
 R^3
 R^2
 R^3
 R^4
 R^2
 R^3
 R^3
 R^4
 R^3
 R^4
 R^3
 R^4
 R^4
 R^5
 R^5
 R^5

1 9. A compound of claim 2, selected from the group consisting of

1 10. A compound of claim 1, wherein

Ar¹ is a substituted or unsubstituted quinolinyl group;

X is selected from the group consisting of -O-, -S- and $-N(R^{11})$ -;

wherein R¹² is selected from the group consisting of hydrogen and (C₁-C₈)alkyl;

R¹ is a member selected from the group consisting of hydrogen, halogen, cyano, (C₁-

 C_8)alkoxy, (C_1-C_8) alkyl, $-CO_2R^{14}$ and $-C(O)NR^{15}R^{16}$;

7 wherein

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 R^{14} is a member selected from the group consisting of hydrogen, (C_1-C_8) alkyl, (C_1-C_8) heteroalkyl, aryl and aryl (C_1-C_4) alkyl;

R¹⁵ and R¹⁶ are members independently selected from the group consisting of hydrogen, (C₁-C₈)alkyl, (C₂-C₈)heteroalkyl, aryl, and aryl(C₁-C₄)alkyl, or taken together with the nitrogen to which each is attached form a 5-, 6- or 7-membered ring;

R² is substituted or unsubstituted phenyl; and

R³ is a member selected from the group consisting of halogen and (C₁-C₈)alkoxy.

11. A compound of claim 10, wherein R¹ is selected from the group consisting of halogen, cyano, (C₁-C₈)alkoxy, (C₁-C₈)alkyl, -CO₂R¹⁴ and -C(O)NR¹⁵R¹⁶ wherein R¹⁴ is (C₁-C₈)alkyl; R¹⁵ and R¹⁶ are independently selected from the group consisting of hydrogen and (C₁-C₈)alkyl, or taken together with the nitrogen to which each is attached form a 5- or 6-membered ring.

- 1 12. A compound of claim 10, wherein R¹ is selected from the group consisting of halogen, cyano, (C₁-C₈)alkoxy and (C₁-C₈)alkyl.
- 1 13. A compound of claim 10, wherein X is selected from the group 2 consisting of -O-, -S- and -NH-.
- 1 14. A compound of claim 10, wherein R² is substituted phenyl having from 2 1 to 3 substituents independently selected from the group consisting of halogen, cyano, nitro, 3 -OCF₃, -OH, -O(C₁-C₆)alkyl, -CF₃, (C₁-C₈)alkyl.
- A compound of claim 10, wherein **15**. 1 X is selected from the group consisting of -O-, -S- and -NH-; 2 R¹ is a member selected from the group consisting of hydrogen, halogen, cyano, (C₁-3 C_8)alkoxy, (C_1-C_8) alkyl, $-CO_2R^{14}$ and $-C(O)NR^{15}R^{16}$; 4 wherein 5 R¹⁴ is a member selected from the group consisting of hydrogen and (C₁-6 7 R¹⁵ and R¹⁶ are members independently selected from the group consisting of 8 hydrogen and (C1-C8)alkyl, or taken together with the nitrogen to 9

which each is attached form a 5-, 6- or 7-membered ring;

R² is substituted phenyl having from 1 to 3 substituents independently selected from
the group consisting of halogen, cyano, nitro, -OCF₃, -OH, -O(C₁-C₆)alkyl, -

13 CF_3 , (C_1-C_8) alkyl; and

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14 R³ is a member selected from the group consisting of halogen and (C₁-C₄)alkoxy.

16. A compound of claim 10, represented by a formula selected from the group consisting of

$$R^3$$
 R^2
 R^1
 R^2
 R^3
 R^2
 R^3
 R^3
 R^3
 R^3
 R^3
 R^3
 R^3
 R^3
 R^3
 R^3

17. A compound of claim 10, selected from the group consisting of

$$\begin{array}{c} Cl \\ H \\ S \\ Cl \end{array}$$
 and
$$\begin{array}{c} Cl \\ Cl \\ Cl \end{array}$$

- A compound of claim 1, wherein said compound is represented by a 1 18.
- formula selected from the group consisting of 2

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$$Ar^{1} \times R^{2} \times R^{$$

- A composition comprising a pharmaceutically acceptable carrier or 19. excipient and a compound of Claims 1-18. 2
- A method for treating or preventing a metabolic disorder or an **20**. 1
- inflammatory condition, comprising 2
- administering to a subject in need thereof a therapeutically effective amount of 3
- a compound of Claims 1-18. 4

1 2	human.	21.	A method in accordance with Claim 20, wherein said subject is a			
1 2	oral.	22.	A method in accordance with claim 20, wherein said administering is			
1 2	parenteral.	23.	A method in accordance with claim 20, wherein said administering is			
1 2	topical.	24.	A method in accordance with claim 20, wherein said administering is			
1		25	A method in accordance with claim 20, wherein said metabolic			
2	disorder is selected from the group consisting of diabetes, obesity, hypercholesterolemia,					
3	hyperlipidemia, dyslipidemia, hypertriglylceridemia, hyperglycemia, insulin resistance and					
4	hyperinsulinemia.					
1		26 .	A method in accordance with claim 20, wherein said inflammatory			
2	condition is se	elected f	from the group consisting of rheumatoid arthritis and atherosclerosis.			
1		27.	A method in accordance with claim 20, wherein said metabolic			
2	disorder or inflammatory condition is mediated by PPARy.					
1		28.	A method for treating or preventing a condition or disorder mediated			
2	by PPARy, comprising					
3	administering to a subject in need thereof a therapeutically effective amount of					
4	a compound of Claims 1-18.					
1		29 .	A method in accordance with Claim 28, wherein said subject is a			
2	human.					
1 2	oral.	30.	A method in accordance with claim 28, wherein said administering is			
1 2	parenteral.	31.	A method in accordance with claim 28, wherein said administering is			

•	•	J 	11 method in accordance with claim 20, wherein said doministering is		
2	topical.				
1	3	33.	A method in accordance with claim 28, wherein said condition or		
2	disorder is a me	etaboli	c disorder or an inflammatory condition.		
1	3	34.	A method in accordance with claim 33, wherein said metabolic		
2	disorder is selected from the group consisting of diabetes, obesity, hypercholesterolemia,				
3	hyperlipidemia, dyslipidemia, hypertriglylceridemia, hyperglycemia, insulin resistance and				
4	hyperinsulinem	ia.			
1	3	35.	A method in accordance with claim 33, wherein said inflammatory		
2	condition is sele	ected f	from the group consisting of rheumatoid arthritis and atherosclerosis		
1	3	36.	A method for modulating PPARγ, comprising		
2	contacting a cell with a compound of Claims 1-18.				
1	3	37.	The method of Claim 36, wherein said compound is a PPARy		
2	antagonist.				
1	3	38.	The method of Claim 36, wherein said compound is a PPARy agonist		